

Exhibit A

Proposed Order

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et*
al.,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

**This filing relates to the
Commonwealth and ERS.**

ORDER GRANTING THREE HUNDRED EIGHTY-EIGHTH OMNIBUS OBJECTION
(SUBSTANTIVE) OF THE COMMONWEALTH OF PUERTO RICO AND EMPLOYEES
RETIREMENT SYSTEM OF THE GOVERNMENT OF THE COMMONWEALTH OF
PUERTO RICO TO CLAIMS FILED BY AEELA

Upon the *Three Hundred Eighty-Eighth Omnibus Objection (Substantive) of the Commonwealth of Puerto Rico and the Employees Retirement System of the Government of the Commonwealth of Puerto Rico to Claims Filed by AEELA* [ECF No. 17931] (the “Three Hundred Eighty-Eighth Omnibus Objection”),² filed by the Commonwealth of Puerto Rico (the

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (the “Commonwealth”) (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”, and together with the Commonwealth, COFINA, HTA, ERS, and PREPA, the “Debtors”) (Bankruptcy Case No. 19-BK-5532-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² Capitalized terms not otherwise defined herein shall have the meanings given to such terms in the Three Hundred Eighty-Eighth Omnibus Objection.

“Commonwealth”) and the Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”), dated August 20, 2021, for entry of an order disallowing in their entirety certain claims filed against the Debtors, as more fully set forth in the Three Hundred Eighty-Eighth Omnibus Objection and supporting exhibits thereto; and the Court having jurisdiction to consider the Three Hundred Eighty-Eighth Omnibus Objection and to grant the relief requested therein pursuant to PROMESA section 306(a); and venue being proper pursuant to PROMESA section 307(a); and due and proper notice of the Three Hundred Eighty-Eighth Omnibus Objection having been provided to those parties identified therein, and no other or further notice being required; and the Court having determined that each of the claims identified in Exhibit A to the Three Hundred Eighty-Eighth Omnibus Objection (collectively, the “Claims to Be Disallowed”) seek recovery of amounts for which the Debtors are not liable; and the Court having determined that the relief sought in the Three Hundred Eighty-Eighth Omnibus Objection is in the best interests of the Debtors, their creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Three Hundred Eighty-Eighth Omnibus Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the Three Hundred Eighty-Eighth Omnibus Objection is GRANTED as set forth herein; and it is further

ORDERED that the Claims to Be Disallowed are hereby disallowed in their entirety; and it is further

ORDERED that Prime Clerk is authorized and directed to delete the Claims to Be Disallowed from the official claims register in the Title III Cases; and it is further

ORDERED that this Order resolves Docket Entry No. 17931 in Case No. 17-3283;
and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters
arising from or related to the implementation, interpretation, or enforcement of this Order.

SO ORDERED.

Dated: _____

Honorable Judge Laura Taylor Swain
United States District Judge

EXHIBIT A

Schedule of Claims Subject to Three Hundred Eighty-Eighth Omnibus Objection

Three Hundred and Eighty-Eighth Omnibus Objection
Exhibit A - Claims to Be Disallowed

	NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT
1	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ACOCIADO DE P.R. (AEELA) CHARLES A. CUPRILL P.S.C. LAW OFFICES 356 CALLE FORTALEZA 2 FLOOR SAN JUAN, PR 00901	6/25/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	38890	\$ 153,340.85*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
2	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE P.R. CHARLES A. CUPRILL P.S.C. LAW OFFICES 356 CALLE FORTALEZA 2 FLOOR SAN JUAN, PR 00901	6/25/2018	17 BK 03566-LTS	Employees Retirement System of the Government of the Commonwealth of Puerto Rico	51457	\$ 252,740.49*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
3	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE P.R. 356 CALLE FORTALEZA 2 FLOOR SAN JUAN, PR 00901	6/29/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	99638	\$ 26,570,499.44
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
4	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE P.R. CHARLES A. CUPRILL P.S.C. LAW OFFICES 356 CALLE FORTALEZA 2 FLOOR SAN JUAN, PR 00901	6/25/2018	17 BK 03566-LTS	Employees Retirement System of the Government of the Commonwealth of Puerto Rico	72169	\$ 17,397,441.18*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
5	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE P.R. (AEELA) CHARLES A. CUPRILL P.S.C. LAW OFFICES 356 CALLE FORTALEZA ST. 2ND FLOOR SAN JUAN, PR 00901	6/25/2018	17 BK 03566-LTS	Employees Retirement System of the Government of the Commonwealth of Puerto Rico	71222	\$ 153,340.85*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					

Three Hundred and Eighty-Eighth Omnibus Objection
Exhibit A - Claims to Be Disallowed

	NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT
6	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE PR (AEELA) CHARLES A. CUPRILL P.S.C. LAW OFFICES 356 CALLE FORTALEZA 2 FLOOR SAN JUAN, PR 00901	6/26/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	41482	\$ 153,340.85*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
7	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE PR (AEELA) CHARLES A. CUPRILL P.S.C. LAW OFFICES 356 CALLE FORTALEZA 2 FLOOR SAN JUAN, PR 00901	6/25/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	41485	\$ 17,397,441.18*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
8	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE PR (AEELA) CHARLES A. CUPRILL P.S.C. LAW OFFICES 356 CALLE FORTALEZA 2 FLOOR SAN JUAN, PR 00901	6/26/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	38846	\$ 252,740.49*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
9	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE PR (AEELA) CHARLES A. CUPRILL P.S.C. LAW OFFICES 356 CALLE FORTALEZA 2 FLOOR SAN JUAN, PR 00901	6/26/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	38860	\$ 1,701,304.00*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
10	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE PR (AEELA) CHARLES A. CUPRILL P.S.C. LAW OFFICES 356 CALLE FORTALEZA 2 FLOOR SAN JUAN, PR 00901	6/26/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	38870	\$ 2,044,792.64*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					

Three Hundred and Eighty-Eighth Omnibus Objection
Exhibit A - Claims to Be Disallowed

	NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT
11	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE PR (AEELA) CHARLES A. CUPRILL PSC LAW OFFICES 356 CALLE FORTALEZA ST. 2 FLOOR SAN JUAN, PR 00901	6/25/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	51476	\$ 1,800,184.65
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
12	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE PR (AEELA) CHARLES A. CUPRILL P.S.C. LAW OFFICES 356 CALLE FORTALEZA 2 FLOOR SAN JUAN, PR 00901	6/25/2018	17 BK 03566-LTS	Employees Retirement System of the Government of the Commonwealth of Puerto Rico	38851	\$ 1,701,304.00*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
13	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE PR (AEELA) CHARLES A. CUPRILL PSC LAW OFFICES 356 CALLE FORTALEZA ST. 2 FLOOR SAN JUAN, PR 00901	6/26/2018	17 BK 03566-LTS	Employees Retirement System of the Government of the Commonwealth of Puerto Rico	52157	\$ 2,044,792.64*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
14	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE PR (AEELA) CHARLES A. CUPRILL PSC LAW OFFICES 356 CALLE FORTALEZA 2ND FLOOR SAN JUAN, PR 00901	6/25/2018	17 BK 03566-LTS	Employees Retirement System of the Government of the Commonwealth of Puerto Rico	51426	\$ 1,800,184.65
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					
15	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE PR (AEELA) CHARLES A. CUPRILL PSC LAW OFFICES 356 FORTALEZA ST. 2 FLOOR SAN JUAN, PR 00901	6/26/2018	17 BK 03566-LTS	Employees Retirement System of the Government of the Commonwealth of Puerto Rico	72799	\$ 153,340.85*
	Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.					

Three Hundred and Eighty-Eighth Omnibus Objection
Exhibit A - Claims to Be Disallowed

	NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT
16	ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE PR CHARLES A. CUPRILL PSC LAW OFFICES 356 FORTALEZA ST. 2ND FLOOR SAN JUAN, PR 00901	2/22/2019	17 BK 03566-LTS	Employees Retirement System of the Government of the Commonwealth of Puerto Rico	168183	\$ 2,108,592.00
Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.						
17	POC FOR ASOCIACION DE EMPLEADOS DEL ESTADO LIBRE ASOCIADO DE P.R. CHARLES A. CUPRILL P.S.C. LAW OFFICES 356 CALLE FORTALEZA 2 FLOOR SAN JUAN, PR 00901	6/25/2018	17 BK 03566-LTS	Employees Retirement System of the Government of the Commonwealth of Puerto Rico	52998	\$ 2,044,792.64*
Reason: Proof of Claim seeks recovery for amounts allegedly owed to AEELA by the Commonwealth and/or ERS arising from the enactment of Act 106 and the transition to PayGo. But AEELA has identified no basis in either Act 106 or in other Puerto Rico law for its assertion of a claim against the Debtors in respect of either AEELA's or its employees' prior contributions to ERS, or in AEELA's alleged "share" in the sale of ERS assets.						
					TOTAL	\$ 77,730,173.40*